

**UNITED STATES BANKRUPTCY COURT  
FOR THE WESTERN DISTRICT OF MICHIGAN**

In re:

Chapter 11

Barfly Ventures, LLC, et al.<sup>1</sup>

CASE NO: 20-01947

HON. James W. Boyd

Debtor. \_\_\_\_\_ /

*Jointly Administered*

**SUMMARY OF FIFTH MONTHLY FEE STATEMENT OF ROCK CREEK ADVISORS, LLC FOR  
PAYMENT OF COMPENSATION FOR SERVICES RENDERED AND FOR REIMBURSEMENT OF  
EXPENSES AS FINANCIAL ADVISOR FOR DEBTOR FOR THE PERIOD FROM OCTOBER 1, 2020  
THROUGH OCTOBER 31, 2020**

Name of Applicant: Rock Creek Advisors, LLC

Authorized to Provide Professional Services to: The above captioned Debtor

Date of Order Approving Retention: July 22, 2020

Effective Date of Retention: June 3, 2020

Period for which compensation and  
reimbursement are sought: October 1, 2020 through  
October 31, 2020

Total Amount of Compensation sought as  
actual, reasonable and necessary: \$ 115,715.00  
80%: \$ 92,572.00  
20%: \$ 23,143.00

Amount of Reimbursement sought: \$0.00

This is a(n): X Monthly \_\_\_\_ Interim \_\_\_\_ Final Application

Rock Creek Advisors, LLC

/s/ Brian Ayers

---

<sup>1</sup> - The Debtors are: Barfly Ventures, LLC (8379), Barfly Management, LLC (6274), 9 Volt, LLC (d/b/a HopCat)(1129), 50 Amp Fuse, LLC (d/b/a Stella's Lounge)(3684), GRBC Holdings, LLC (d/b/a Grand Rapids Brewing Company)(2130), E L Brewpub, LLC (d/b/a HopCat East Lansing)(5334), HopCat-Ann Arbor, LLC (5229), HopCat-Chicago, LLC (7552), HopCatConcessions, LLC (2597), HopCat-Detroit, LLC (8519), HopCat-GR Beltline, LLC (9149), HopCat-Holland, LLC (7132), HopCat-Indianapolis, LLC (d/b/a HopCat-Broad Ripple)(7970), HopCat-Kalamazoo, LLC (8992), HopCat-Kansas City, LLC (d/b/a HopCat,-KC, LLC and Tikicat)(6242), HopCat-Lexington, LLC (6748), HopCat-Lincoln, LLC (2999), HopCatLouisville, LLC (0252), HopCat-Madison, LLC (9108), HopCat-Minneapolis, LLC (8622), HopCat-Port St. Lucie, LLC (0616), HopCat-Royal Oak, LLC (1935), HopCat-St. Louis, LLC (6994), Luck of the Irish, LLC (d/b/a The Waldron Public House, LLC and McFadden's Restaurant Saloon)(4255).

**Rock Creek Advisors LLC**

555 Fifth Avenue, 14th Floor  
 New York, NY 10017 US  
 jgansman@rockcreekFA.com  
 rockcreekfa.com

**INVOICE****BILL TO**

Barfly Ventures, LLC  
 35 Oakes St SW Ste 400  
 Grand Rapids, MI 49503  
 United States

**SHIP TO**

Barfly Ventures, LLC  
 35 Oakes St SW Ste 400  
 Grand Rapids, MI 49503  
 United States

**INVOICE #** 1258**DATE** 11/17/2020**DUE DATE** 11/17/2020**TERMS** Due on receipt

SERVICE	DESCRIPTION	QTY	RATE	AMOUNT
Financial Advisory Services	Jim Gansman	24.70	575.00	14,202.50
Financial Advisory Services	Paul Neitzel	121.80	525.00	63,945.00
Financial Advisory Services	Brian Ayers	9.90	475.00	4,702.50
Financial Advisory Services	Chris Peirce	66.20	375.00	24,825.00
Financial Advisory Services	Tim Peach	8.20	600.00	4,920.00
Financial Advisory Services	Lindsey Neitzel	10.40	300.00	3,120.00

BALANCE DUE

**\$115,715.00**

**Barfly Ventures, LLC****Western District of Michigan (Grand Rapids)****Case #: 20-01947-jwb****Barfly Ventures, LLC****Western District of Michigan (Grand Rapids)****Case #: 20-1947-jwb****Project Category Summary**

	<b>Hours</b>	<b>Amount</b>
Attendance at Court Hearings and Review of Pleadings	4.4	\$ 2,390.00
Bankruptcy Reporting	10.5	\$ 4,532.50
Business Analysis	32.3	\$ 14,277.50
Business Operations	86.1	\$ 42,402.50
Creditors/Creditor Committee Communication	2.2	\$ 1,020.00
Discussions with Lender	1.6	\$ 840.00
Fee Application	10.4	\$ 3,120.00
Landlord Negotiations	25.9	\$ 13,542.50
Meetings - Other	-	\$ -
Meetings - with Counsel	3.6	\$ 1,990.00
Meetings - with Debtor	3.3	\$ 1,792.50
Sale Process	60.9	\$ 29,807.50
<b>Total</b>	<b>241.2</b>	<b>\$ 115,715.00</b>

Western District of Michigan (Grand Rapids)  
 Case #: 20-1947-jwb

**Project Category by Person**

	Hours	Rate	Amount
<b>Attendance at Court Hearings and Review of Pleadings</b>			
Jim Gansman	1.6	\$ 575.00	\$ 920.00
Paul Neitzel	2.8	\$ 525.00	1,470.00
<b>Sub-Total</b>	<b>4.4</b>	<b>\$ 543.18</b>	<b>\$ 2,390.00</b>
<b>Bankruptcy Reporting</b>			
Brian Ayers	0.4	\$ 475.00	\$ 190.00
Paul Neitzel	3.7	\$ 525.00	1,942.50
Chris Peirce	6.4	\$ 375.00	2,400.00
<b>Sub-Total</b>	<b>10.5</b>	<b>\$ 431.67</b>	<b>\$ 4,532.50</b>
<b>Business Analysis</b>			
Brian Ayers	1.4	\$ 475.00	\$ 665.00
Paul Neitzel	13.5	\$ 525.00	7,087.50
Chris Peirce	17.4	\$ 375.00	6,525.00
<b>Sub-Total</b>	<b>32.3</b>	<b>\$ 442.03</b>	<b>\$ 14,277.50</b>
<b>Business Operations</b>			
Brian Ayers	2.7	\$ 475.00	\$ 1,282.50
Jim Gansman	7.3	\$ 575.00	4,197.50
Tim Peach	8.2	\$ 600.00	4,920.00
Paul Neitzel	43.6	\$ 525.00	22,890.00
Chris Peirce	24.3	\$ 375.00	9,112.50
<b>Sub-Total</b>	<b>86.1</b>	<b>\$ 492.48</b>	<b>\$ 42,402.50</b>
<b>Creditors/Creditor Committee Communication</b>			
Jim Gansman	0.3	\$ 575.00	\$ 172.50
Paul Neitzel	0.9	\$ 525.00	472.50
Chris Peirce	1.0	\$ 375.00	375.00
<b>Sub-Total</b>	<b>2.2</b>	<b>\$ 463.64</b>	<b>\$ 1,020.00</b>
<b>Discussions with Lender</b>			
Paul Neitzel	1.6	\$ 525.00	\$ 840.00
<b>Sub-Total</b>	<b>1.6</b>	<b>\$ 525.00</b>	<b>\$ 840.00</b>
<b>Fee Application</b>			
Lindsey Neitzel	10.4	\$ 300.00	\$ 3,120.00
<b>Sub-Total</b>	<b>10.4</b>	<b>\$ 300.00</b>	<b>\$ 3,120.00</b>
<b>Landlord Negotiations</b>			
Brian Ayers	1.1	\$ 475.00	\$ 522.50
Paul Neitzel	24.8	\$ 525.00	13,020.00
<b>Sub-Total</b>	<b>25.9</b>	<b>\$ 522.88</b>	<b>\$ 13,542.50</b>

**Project Category by Person**

	Hours	Rate	Amount
<b>Meetings - with Counsel</b>			
Jim Gansman	2.0	\$ 575.00	\$ 1,150.00
Paul Neitzel	1.6	\$ 525.00	840.00
Sub-Total	3.6	\$ 552.78	\$ 1,990.00
<b>Meetings - with Debtor</b>			
Jim Gansman	1.2	\$ 575.00	\$ 690.00
Paul Neitzel	2.1	\$ 525.00	1,102.50
Sub-Total	3.3	\$ 543.18	\$ 1,792.50
<b>Sale Process</b>			
Brian Ayers	4.3	\$ 475.00	\$ 2,042.50
Jim Gansman	12.3	\$ 575.00	7,072.50
Paul Neitzel	27.2	\$ 525.00	14,280.00
Chris Peirce	17.1	\$ 375.00	6,412.50
Sub-Total	60.9	\$ 489.45	\$ 29,807.50
<b>Total</b>	<b>241.2</b>		<b>\$ 115,715.00</b>

BarFly Ventures, LLC  
 Western District of Michigan (Grand Rapids)  
 Case #: 20-1947-jwb

Date	Professional	Project Category	Description	Hours	Billable Rate	Billable Amount
10/1/2020	Paul Neitzel	Business Operations	Discuss operations and payments with Ned & Tim	0.3	\$ 525.00	\$ 157.50
10/1/2020	Chris Peirce	Business Operations	Cash flow call - discuss AP issues, month end close, and payroll	0.4	\$ 375.00	\$ 150.00
10/1/2020	Chris Peirce	Sale Process	Provide file for Mastodon with managers and salaries for each location and add to data roo	0.3	\$ 375.00	\$ 112.50
10/1/2020	Paul Neitzel	Creditors/Creditor Committee	Send updated c/f and WDB to UCC with short bridge.	0.2	\$ 525.00	\$ 105.00
10/1/2020	Paul Neitzel	Landlord Negotiations	Review and respond to Holland lease comments	0.4	\$ 525.00	\$ 210.00
10/1/2020	Paul Neitzel	Landlord Negotiations	Review and respond to Detroit landlord re: amendment. Address comments with WNJ. Mo	0.7	\$ 525.00	\$ 367.50
10/1/2020	Paul Neitzel	Landlord Negotiations	Modify Ann Arbor lease amendment and respond to tenant and landlord with suggested ct	0.7	\$ 525.00	\$ 367.50
10/1/2020	Paul Neitzel	Sale Process	Calls w/ John and Jim and Committee counsel re new proposals on wind down budget	1.3	\$ 525.00	\$ 682.50
10/1/2020	Jim Gansman	Sale Process	Calls w/ John and Paul and Committee counsel re new proposals on wind down budget	1.3	\$ 575.00	\$ 747.50
10/1/2020	Jim Gansman	Creditors/Creditor Committee	Call with Paul and John re: UCC/buyer negotiations	0.3	\$ 575.00	\$ 172.50
10/1/2020	Paul Neitzel	Creditors/Creditor Committee	Call with Jim (Rock Creek) and John (Pachulski) re: UCC/buyer negotiations	0.3	\$ 525.00	\$ 157.50
10/1/2020	Paul Neitzel	Business Operations	Call with Ned re: WDB and lease negotiations	0.2	\$ 525.00	\$ 105.00
10/1/2020	Brian Ayers	Sale Process	Review proposed UCC comments/proposal re wind down budget	0.6	\$ 475.00	\$ 285.00
10/2/2020	Paul Neitzel	Landlord Negotiations	Update BFV and counsel on status of leases. Send emails to GRBC and Broad Ripple	0.8	\$ 525.00	\$ 420.00
10/2/2020	Paul Neitzel	Bankruptcy Reporting	Consolidate chapter 5 claims	3.7	\$ 525.00	\$ 1,942.50
10/2/2020	Paul Neitzel	Business Analysis	Revised WDB with line item caps	0.4	\$ 525.00	\$ 210.00
10/2/2020	Paul Neitzel	Business Analysis	Revisions to WDB and respond to questions from company	0.7	\$ 525.00	\$ 367.50
10/2/2020	Paul Neitzel	Meetings - with Debtor	Call with Ned re: Ch 5 claims and payroll timing after close	0.3	\$ 525.00	\$ 157.50
10/2/2020	Paul Neitzel	Creditors/Creditor Committee	Call with UCC FA re: WDB	0.4	\$ 525.00	\$ 210.00
10/2/2020	Paul Neitzel	Business Operations	Emails re: D&O waiver language	0.2	\$ 525.00	\$ 105.00
10/2/2020	Paul Neitzel	Landlord Negotiations	Emails re: Ann Arbor amendment	0.2	\$ 525.00	\$ 105.00
10/2/2020	Chris Peirce	Sale Process	Provide Amherst Partners with detail of insider payments from the SOFA	0.3	\$ 375.00	\$ 112.50
10/2/2020	Paul Neitzel	Business Operations	Update Chapter 5 claims	0.3	\$ 525.00	\$ 157.50
10/2/2020	Brian Ayers	Business Operations	review of avoidance actions	0.4	\$ 475.00	\$ 190.00
10/3/2020	Paul Neitzel	Landlord Negotiations	Monthly sales and analysis provided to GRBC for lender review	0.6	\$ 525.00	\$ 315.00
10/4/2020	Jim Gansman	Business Operations	Emails and call w Debbie Gross re COVID 19 business interruption insurance	0.8	\$ 575.00	\$ 460.00
10/4/2020	Chris Peirce	Business Operations	Discuss Barfly financial support with Paul Neitzel and Jim Gansman	0.1	\$ 375.00	\$ 37.50
10/4/2020	Paul Neitzel	Business Operations	Calls/emails regarding BFV accounting staff plan	0.3	\$ 525.00	\$ 157.50
10/4/2020	Paul Neitzel	Business Operations	Review GRBC amendment proposal	0.4	\$ 525.00	\$ 210.00
10/4/2020	Paul Neitzel	Business Operations	Discuss Barfly financial support with Chris and Jim	0.1	\$ 525.00	\$ 52.50
10/5/2020	Jim Gansman	Business Operations	Discuss Barfly financial support with Paul Neitzel and Chris Peirce	0.1	\$ 575.00	\$ 57.50
10/5/2020	Paul Neitzel	Business Operations	Call with Denise re: GRBC rent	0.2	\$ 525.00	\$ 105.00
10/5/2020	Chris Peirce	Creditors/Creditor Committee	Prepare and send updated cash flow forecast file to UCC	0.5	\$ 375.00	\$ 187.50
10/5/2020	Chris Peirce	Business Operations	Prepare new cash flow forecast file	0.5	\$ 375.00	\$ 187.50
10/5/2020	Paul Neitzel	Discussions with Lender	Call with Kyle from Congruent	0.1	\$ 525.00	\$ 52.50
10/5/2020	Paul Neitzel	Landlord Negotiations	Review of Holland proposed lease amendment	0.2	\$ 525.00	\$ 105.00
10/5/2020	Paul Neitzel	Landlord Negotiations	Edit Ann Arbor lease amendment to reference sales tax form	0.7	\$ 525.00	\$ 367.50
10/5/2020	Paul Neitzel	Landlord Negotiations	Edit Stella's amendment for additional provisions requires	0.8	\$ 525.00	\$ 420.00
10/5/2020	Paul Neitzel	Landlord Negotiations	Detroit amendment changes	0.9	\$ 525.00	\$ 472.50
10/6/2020	Paul Neitzel	Meetings - with Debtor	Call with CEO (Ned) re: cash, landlords and accounting staff	1	\$ 525.00	\$ 525.00
10/6/2020	Paul Neitzel	Discussions with Lender	Emails with lender and counsel re: Bi claim	0.1	\$ 525.00	\$ 52.50
10/6/2020	Chris Peirce	Business Operations	Daily cash flow call - discuss AP issues regarding oldco/newco, transition and backfilling of t	0.7	\$ 375.00	\$ 262.50
10/6/2020	Chris Peirce	Business Operations	Call with Brian Ayers re cash forecast	0.3	\$ 375.00	\$ 112.50
10/6/2020	Paul Neitzel	Business Operations	Payroll discussion with Ellen & Leann	0.3	\$ 525.00	\$ 157.50
10/6/2020	Jim Gansman	Meetings - with Counsel	Call w/ John and Paul regarding payments after close, who actually pays them and final fee	0.6	\$ 575.00	\$ 345.00
10/6/2020	Paul Neitzel	Meetings - with Counsel	Call with Gansman and Lucas re: closing and timing of payments	0.6	\$ 525.00	\$ 315.00
10/6/2020	Chris Peirce	Business Operations	Update cash flow forecast with actuals	0.5	\$ 375.00	\$ 187.50
10/6/2020	Paul Neitzel	Business Analysis	Call with company re: financials, AP items, newco/oldco, P9	0.7	\$ 525.00	\$ 367.50
10/6/2020	Paul Neitzel	Business Analysis	Update c/f for out-months, update waterfall, build peak cash need table	2.1	\$ 525.00	\$ 1,102.50
10/6/2020	Chris Peirce	Business Analysis	Reconcile cash flow plug amount in forecast	3.6	\$ 375.00	\$ 1,350.00
10/6/2020	Brian Ayers	Business Operations	Review updated cash flow	0.3	\$ 475.00	\$ 142.50
10/6/2020	Brian Ayers	Business Operations	call with Chris Peirce re cash forecast	0.3	\$ 475.00	\$ 142.50
10/7/2020	Paul Neitzel	Discussions with Lender	Call with Kyle at Congruent re: wind down budget	0.3	\$ 525.00	\$ 157.50
10/7/2020	Paul Neitzel	Business Operations	Emails with HR (Ellen) re: w-2 and Q3 bonuses	0.2	\$ 525.00	\$ 105.00
10/7/2020	Chris Peirce	Business Analysis	Continue cash flow reconciliation analysis	1	\$ 375.00	\$ 375.00
10/7/2020	Chris Peirce	Business Analysis	Email Tim Gauthier regarding specific account debits for cash flow reconciliation	0.1	\$ 375.00	\$ 37.50
10/7/2020	Paul Neitzel	Business Analysis	Call with company re: c/f and wind down	1.7	\$ 525.00	\$ 892.50
10/7/2020	Chris Peirce	Business Analysis	Daily cash flow call - discuss prior week actuals vs. forecast, forecast go forward, and wind i	1.7	\$ 375.00	\$ 637.50
10/7/2020	Paul Neitzel	Business Analysis	Work on cash f/c, wind down and august professional fee payment	1.2	\$ 525.00	\$ 630.00
10/7/2020	Paul Neitzel	Landlord Negotiations	Review and email Detroit amendment to landlord	0.3	\$ 525.00	\$ 157.50

BarFly Ventures, LLC  
 Western District of Michigan (Grand Rapids)  
 Case #: 20-1947-jwb

Date	Professional	Project Category	Description	Hours	Billable Rate	Billable Amount
10/7/2020	Paul Neitzel	Discussions with Lender	Summarize latest c/f for lender and email	0.3	\$ 525.00	\$ 157.50
10/7/2020	Paul Neitzel	Landlord Negotiations	Review and edit GRBC proposal	1.4	\$ 525.00	\$ 735.00
10/7/2020	Paul Neitzel	Landlord Negotiations	Review, summarize and email debtor and counsel re: East Lansing proposed amendment	0.8	\$ 525.00	\$ 420.00
10/7/2020	Paul Neitzel	Business Operations	Email re: quarterly bonus payments	0.1	\$ 525.00	\$ 52.50
10/7/2020	Paul Neitzel	Business Operations	Emails re: investment banker fees for October	0.1	\$ 525.00	\$ 52.50
10/7/2020	Paul Neitzel	Meetings - with Debtor	calls with Jim and John re liquor licenses and getting sale completed	0.4	\$ 525.00	\$ 210.00
10/7/2020	Chris Peirce	Business Analysis	Continue analyzing cash flow forecast	1.9	\$ 375.00	\$ 712.50
10/7/2020	Jim Gansman	Meetings - with Debtor	Call w/ Ned re ongoing accounting services for BarFly	0.3	\$ 575.00	\$ 172.50
10/7/2020	Jim Gansman	Meetings - with Debtor	calls w/ Paul and John re liquor licenses and getting sale completed	0.4	\$ 575.00	\$ 230.00
10/8/2020	Paul Neitzel	Business Analysis	Call with debtor re: payments and operations	0.5	\$ 525.00	\$ 262.50
10/8/2020	Paul Neitzel	Landlord Negotiations	Call with counsel and debtor re: status of leases	1.2	\$ 525.00	\$ 630.00
10/8/2020	Paul Neitzel	Sale Process	Call with Mastodon	0.4	\$ 525.00	\$ 210.00
10/8/2020	Paul Neitzel	Sale Process	Calls w/ John and Jim re outstanding issues for APA	0.6	\$ 525.00	\$ 315.00
10/8/2020	Paul Neitzel	Landlord Negotiations	Review and email Ann Arbor edits to amendment	0.3	\$ 525.00	\$ 157.50
10/8/2020	Paul Neitzel	Business Operations	Emails with Ned re: GFS settlement	0.4	\$ 525.00	\$ 210.00
10/8/2020	Chris Peirce	Business Analysis	Cash flow call - discuss oldco/newco transition, AP issues, and Q3 bonus	0.5	\$ 375.00	\$ 187.50
10/8/2020	Chris Peirce	Sale Process	Request and review sales by week by location for 2019 for Mastodon	0.5	\$ 375.00	\$ 187.50
10/8/2020	Chris Peirce	Creditors/Creditor Committee	Create cash flow file for UCC and UST and upload to data site	0.5	\$ 375.00	\$ 187.50
10/8/2020	Chris Peirce	Business Analysis	Continue cash flow variance research	0.5	\$ 375.00	\$ 187.50
10/8/2020	Chris Peirce	Sale Process	Review APA schedules prior to call with Paul Neitzel and Brian Ayers	0.2	\$ 375.00	\$ 75.00
10/8/2020	Chris Peirce	Sale Process	Call with Paul Neitzel and Brian Ayers to review and discuss APA schedules	1.2	\$ 375.00	\$ 450.00
10/8/2020	Chris Peirce	Sale Process	Email Ned Lidvall and Liz Von Etzen regarding status of executory contracts and cures	0.1	\$ 375.00	\$ 37.50
10/8/2020	Chris Peirce	Sale Process	Send Jason Rosell APA schedules for call on 10/9	0.1	\$ 375.00	\$ 37.50
10/8/2020	Paul Neitzel	Business Operations	Review APA schedules with Brian and Chris	1.2	\$ 525.00	\$ 630.00
10/8/2020	Jim Gansman	Sale Process	Calls w/ John and Paul re outstanding issues for APA	0.6	\$ 575.00	\$ 345.00
10/8/2020	Brian Ayers	Sale Process	Review of APA draft schedules and completion check list in prep for call, review and update	0.6	\$ 475.00	\$ 285.00
10/8/2020	Brian Ayers	Sale Process	Call with P. Neitzel and C. Peirce re APA Schedules	1.2	\$ 475.00	\$ 570.00
10/8/2020	Brian Ayers	Landlord Negotiations	Call with Counsel regarding leases	1.1	\$ 475.00	\$ 522.50
10/9/2020	Paul Neitzel	Landlord Negotiations	Emails with counsel re: EL and GRBC lease amendments	0.2	\$ 525.00	\$ 105.00
10/9/2020	Paul Neitzel	Landlord Negotiations	Review and call with WNI re: GRBC lease amendment	0.2	\$ 525.00	\$ 105.00
10/9/2020	Paul Neitzel	Sale Process	Review APA schedules with Pachulski and RC	1	\$ 525.00	\$ 525.00
10/9/2020	Chris Peirce	Sale Process	Call with Paul Neitzel, Brian Ayers, and Jason Rosell regarding APA Schedules	1	\$ 375.00	\$ 375.00
10/9/2020	Paul Neitzel	Landlord Negotiations	Call with Liz at WNI regarding GR BC	0.2	\$ 525.00	\$ 105.00
10/9/2020	Paul Neitzel	Meetings - with Debtor	Call with Ned re: leases and operations	0.2	\$ 525.00	\$ 105.00
10/9/2020	Brian Ayers	Sale Process	Call with Chris Peirce, Paul Neitzel and Counsel re APA schedules	1	\$ 475.00	\$ 475.00
10/9/2020	Brian Ayers	Business Operations	Review of Gordon foods settlement	0.2	\$ 475.00	\$ 95.00
10/10/2020	Paul Neitzel	Business Operations	Call with buyer CFO re fu da flow	0.2	\$ 525.00	\$ 105.00
10/10/2020	Paul Neitzel	Meetings - with Counsel	Call wit paculaki (Jason) re: nivation agreements	0.1	\$ 525.00	\$ 52.50
10/10/2020	Paul Neitzel	Business Operations	Emails re: notation agreements	0.1	\$ 525.00	\$ 52.50
10/10/2020	Chris Peirce	Business Analysis	Build file with 2020 sales by week by location from flash sales reports for Mastodon and Clif	1.5	\$ 375.00	\$ 562.50
10/10/2020	Paul Neitzel	Sale Process	Emails re: sale objections	0.3	\$ 525.00	\$ 157.50
10/10/2020	Lindsey Neitzel	Fee Application	Fee App	4.7	\$ 300.00	\$ 1,410.00
10/10/2020	Jim Gansman	Sale Process	Call w/ John re pre and post closing work for buyer	0.3	\$ 575.00	\$ 172.50
10/11/2020	Paul Neitzel	Landlord Negotiations	Email Kalamazoo landlord	0.1	\$ 525.00	\$ 52.50
10/10/2020	Lindsey Neitzel	Fee Application	Fee App	5.7	\$ 300.00	\$ 1,710.00
10/11/2020	Chris Peirce	Business Analysis	Analyze cash flow variances	1.6	\$ 375.00	\$ 600.00
10/11/2020	Chris Peirce	Sale Process	Update APA schedules based on call with Pachulski	0.9	\$ 375.00	\$ 337.50
10/11/2020	Brian Ayers	Business Operations	review sales forecast	0.3	\$ 475.00	\$ 142.50
10/12/2020	Paul Neitzel	Landlord Negotiations	Call with Kalamazoo landlord re: sale objection	0.1	\$ 525.00	\$ 52.50
10/12/2020	Paul Neitzel	Landlord Negotiations	Call with Denise (BFV AP) re: Kalamazoo TI loan payment	0.2	\$ 525.00	\$ 105.00
10/12/2020	Paul Neitzel	Landlord Negotiations	Follow-up call with Kalamazoo landlord re: loan amortization schedule	0.2	\$ 525.00	\$ 105.00
10/12/2020	Paul Neitzel	Landlord Negotiations	Call with Ned & Liz re: outstanding leases	0.2	\$ 525.00	\$ 105.00
10/12/2020	Paul Neitzel	Landlord Negotiations	Call with Ned re: Kalamazoo lease	0.2	\$ 525.00	\$ 105.00
10/12/2020	Paul Neitzel	Business Operations	Summarize weekly sales vs forecast for prior week	0.3	\$ 525.00	\$ 157.50
10/12/2020	Paul Neitzel	Business Operations	Call with Nate Gimpel re: chapter 5 claims	0.1	\$ 525.00	\$ 52.50
10/12/2020	Chris Peirce	Business Analysis	Cash flow variance analysis	0.5	\$ 375.00	\$ 187.50
10/12/2020	Chris Peirce	Business Analysis	Send daily sales reports for past week to Kyle Okita	0.2	\$ 375.00	\$ 75.00
10/12/2020	Paul Neitzel	Business Operations	Discussion of bank accounts with lender and BFV	0.5	\$ 525.00	\$ 262.50
10/12/2020	Paul Neitzel	Business Operations	Discuss BI insurance claim and liquor licenses with Travis (Congruent), Ned (BFV) and RC (Jii	0.4	\$ 525.00	\$ 210.00
10/12/2020	Paul Neitzel	Landlord Negotiations	Call with Travis and Ned re: Kalamazoo assurance	0.2	\$ 525.00	\$ 105.00

BarFly Ventures, LLC  
 Western District of Michigan (Grand Rapids)  
 Case #: 20-1947-jwb

Date	Professional	Project Category	Description	Hours	Billable Rate	Billable Amount
10/12/2020	Jim Gansman	Business Operations	Call w/ Buyer, Ned and Paul re business interruption insurance and notices to landlords re s	0.4	\$ 575.00	\$ 230.00
10/12/2020	Jim Gansman	Sale Process	Review of emails re notice to landlords	0.2	\$ 575.00	\$ 115.00
10/12/2020	Jim Gansman	Sale Process	Emails and calls re business interruption insurance	0.2	\$ 575.00	\$ 115.00
10/12/2020	Paul Neitzel	Landlord Negotiations	Email landlord and lawyers re: Stella's amendment	0.2	\$ 525.00	\$ 105.00
10/12/2020	Paul Neitzel	Landlord Negotiations	Email and call GRBC landlord re: amendment	0.3	\$ 525.00	\$ 157.50
10/12/2020	Paul Neitzel	Landlord Negotiations	Call with Bob Nolan re: Ann Arbor and Stella's lease	0.2	\$ 525.00	\$ 105.00
10/12/2020	Jim Gansman	Business Operations	Research re PPP forgiveness	0.7	\$ 575.00	\$ 402.50
10/12/2020	Paul Neitzel	Landlord Negotiations	Review GRBC cure amount t	0.3	\$ 525.00	\$ 157.50
10/12/2020	Paul Neitzel	Landlord Negotiations	Call with Travis and Ned re: Kalamazoo lease	0.2	\$ 525.00	\$ 105.00
10/12/2020	Paul Neitzel	Landlord Negotiations	Call with Ned and email with Stella's LL re: lease amendment	0.2	\$ 525.00	\$ 105.00
10/12/2020	Paul Neitzel	Landlord Negotiations	Review and propose revised Ann Arbor amendment language.	0.6	\$ 525.00	\$ 315.00
10/12/2020	Jim Gansman	Sale Process	call w/John and Paul re liquor licenses and DACA w GFS	0.3	\$ 575.00	\$ 172.50
10/12/2020	Paul Neitzel	Business Operations	Review and respond re: cure amounts to Nathan Gimball (Paul Hastings)	0.3	\$ 525.00	\$ 157.50
10/12/2020	Paul Neitzel	Business Operations	Update c/f for new week activity	0.4	\$ 525.00	\$ 210.00
10/12/2020	Paul Neitzel	Business Operations	Call Broad Ripple landlord re: liquor license	0.1	\$ 525.00	\$ 52.50
10/13/2020	Paul Neitzel	Landlord Negotiations	Emails with GRBC landlord re: amendment	0.1	\$ 525.00	\$ 52.50
10/13/2020	Paul Neitzel	Landlord Negotiations	Email BFV and counsel re: Stella's amendment	0.1	\$ 525.00	\$ 52.50
Attendance at Court Hearings and						
10/13/2020	Paul Neitzel	Review of Pleadings	Attend sale hearing	1.6	\$ 525.00	\$ 840.00
10/13/2020	Paul Neitzel	Sale Process	Review sale order	0.8	\$ 525.00	\$ 420.00
10/13/2020	Paul Neitzel	Sale Process	Calls and Emails w John, Jim and Ned re TSA issues	0.5	\$ 525.00	\$ 262.50
Attendance at Court Hearings and						
10/13/2020	Jim Gansman	Review of Pleadings	Attendance at Sale Hearing in court. Zoom Call	1.6	\$ 575.00	\$ 920.00
10/13/2020	Paul Neitzel	Landlord Negotiations	review, respond and send Stella's amendment for execution	0.4	\$ 525.00	\$ 210.00
10/13/2020	Paul Neitzel	Business Operations	Call & email Broad Ripple LL re: liquor license.	0.2	\$ 525.00	\$ 105.00
10/13/2020	Paul Neitzel	Discussions with Lender	Call with LL and emails with buyer, debtor re: GRBC amendment	0.4	\$ 525.00	\$ 210.00
10/13/2020	Paul Neitzel	Discussions with Lender	Call with lender re: GRBC amendment	0.2	\$ 525.00	\$ 105.00
10/13/2020	Paul Neitzel	Sale Process	Discussion with buyer re: transfer of liquor license and email to counsel drafting form (WNJ	0.2	\$ 525.00	\$ 105.00
10/13/2020	Paul Neitzel	Meetings - with Debtor	Discuss GRBC and GFS with Ned	0.2	\$ 525.00	\$ 105.00
10/13/2020	Paul Neitzel	Business Operations	Prepare and send % rent calculation and backup for HCBR to landlord	0.4	\$ 525.00	\$ 210.00
10/13/2020	Paul Neitzel	Landlord Negotiations	Call with GRBC landlord	0.4	\$ 525.00	\$ 210.00
10/13/2020	Chris Peirce	Business Analysis	Update cash flow forecast with prior week actuals	0.5	\$ 375.00	\$ 187.50
10/13/2020	Chris Peirce	Business Operations	Cash flow call with company - discuss newco/oldco AP issues, P9 close, and sale closing iter	0.5	\$ 375.00	\$ 187.50
10/13/2020	Paul Neitzel	Landlord Negotiations	Emails with Ann Arbor landlord and prep of amendment for signature	0.4	\$ 525.00	\$ 210.00
10/13/2020	Chris Peirce	Sale Process	Send update to Pachulski on APA schedules	0.1	\$ 375.00	\$ 37.50
10/13/2020	Chris Peirce	Sale Process	Review docket for updated filings for assumed and rejected contracts	0.1	\$ 375.00	\$ 37.50
10/13/2020	Paul Neitzel	Landlord Negotiations	Review EL amendment	0.5	\$ 525.00	\$ 262.50
10/13/2020	Jim Gansman	Sale Process	Calls and Emails w John, Paul and Ned re TSA issues	0.5	\$ 575.00	\$ 287.50
10/14/2020	Paul Neitzel	Business Operations	Funds Flow discussion with Tim Gauthier	0.1	\$ 525.00	\$ 52.50
10/14/2020	Paul Neitzel	Business Operations	Emails re: percentage rent process	0.2	\$ 525.00	\$ 105.00
10/14/2020	Paul Neitzel	Business Operations	call with buyer and debtor re: weekly c/f	1.5	\$ 525.00	\$ 787.50
10/14/2020	Paul Neitzel	Business Operations	Calls and Emails w/ Jim, John, Jason and Ned re liquor licenses, bank account and Payroll ar	0.5	\$ 525.00	\$ 262.50
10/14/2020	Chris Peirce	Business Operations	Daily cash flow call - discuss oldco/newco payments, prior week actuals vs. forecast, and w	1.5	\$ 375.00	\$ 562.50
10/14/2020	Jim Gansman	Business Operations	Calls and Emails w/Paul, John, Jason and Ned re liquor licenses, bank account and Payroll ai	0.5	\$ 575.00	\$ 287.50
10/14/2020	Jim Gansman	Business Operations	Call from Innovate re K-1's for shareholders and follow-up emails	0.3	\$ 575.00	\$ 172.50
10/14/2020	Chris Peirce	Bankruptcy Reporting	Request September bank reconciliations for MOR	0.1	\$ 375.00	\$ 37.50
10/14/2020	Paul Neitzel	Sale Process	Call with WNJ & Pachulski	1.3	\$ 525.00	\$ 682.50
10/14/2020	Paul Neitzel	Business Operations	Call with Andrew re: k1s	0.1	\$ 525.00	\$ 52.50
10/14/2020	Chris Peirce	Sale Process	Call with Pachulski, WNJ, Ned, and Rock Creek to discuss status of APA schedules and wini	1.3	\$ 375.00	\$ 487.50
10/14/2020	Paul Neitzel	Business Operations	Call with Plante re: k1s / shareholder basis	0.4	\$ 525.00	\$ 210.00
10/14/2020	Chris Peirce	Sale Process	Update and send Congruent debt summary to Justin Goodall of Mastodon	0.2	\$ 375.00	\$ 75.00
10/14/2020	Chris Peirce	Business Operations	Update cash flow and upload for UCC and UST	0.5	\$ 375.00	\$ 187.50
10/14/2020	Paul Neitzel	Business Operations	Call with Ned, Mark & Andrew re: cost basis	0.3	\$ 525.00	\$ 157.50
10/14/2020	Paul Neitzel	Business Operations	Call with shareholder re: cost basis of investment	0.1	\$ 525.00	\$ 52.50
10/14/2020	Paul Neitzel	Business Operations	emails re: cost basis of investments with shareholders, company and tax preparers	0.8	\$ 525.00	\$ 420.00
10/14/2020	Paul Neitzel	Landlord Negotiations	Draft and email proposed cover for lease assignment and assumption	0.4	\$ 525.00	\$ 210.00
10/14/2020	Paul Neitzel	Landlord Negotiations	Email and call Detroit LL re: amendment	0.2	\$ 525.00	\$ 105.00
10/14/2020	Paul Neitzel	Landlord Negotiations	Email lender/buyer re landlord negotiations	0.2	\$ 525.00	\$ 105.00
10/14/2020	Chris Peirce	Bankruptcy Reporting	Prepare P9 store P&L's with G&A allocations and interest expense allocations	1	\$ 375.00	\$ 375.00
10/14/2020	Chris Peirce	Bankruptcy Reporting	Prepare and consolidate P9 bank statements and reconciliations for MOR	1.5	\$ 375.00	\$ 562.50

BarFly Ventures, LLC  
 Western District of Michigan (Grand Rapids)  
 Case #: 20-1947-jwb

Date	Professional	Project Category	Description	Hours	Billable Rate	Billable Amount
10/14/2020	Brian Ayers	Bankruptcy Reporting	review and discussion with C Peirce re Sept MOR	0.4	\$ 475.00	\$ 190.00
10/15/2020	Jim Gansman	Sale Process	Email from Travis re business interruption insurance and reply to it Call w? Nathan re same	0.4	\$ 575.00	\$ 230.00
10/15/2020	Paul Neitzel	Business Operations	Review Plante email and schedule re: tax basis	0.6	\$ 525.00	\$ 315.00
10/15/2020	Paul Neitzel	Business Analysis	Call with Ned, Tim, Denise re: c/f and payments	0.5	\$ 525.00	\$ 262.50
10/15/2020	Paul Neitzel	Landlord Negotiations	Communication with Indy LL re: % rent	0.2	\$ 525.00	\$ 105.00
10/15/2020	Paul Neitzel	Business Operations	Emails re: BI claim	0.2	\$ 525.00	\$ 105.00
10/15/2020	Paul Neitzel	Business Operations	discussion and email re: s/h tax basis with lender	0.2	\$ 525.00	\$ 105.00
10/15/2020	Paul Neitzel	Business Operations	BI claim communications	0.3	\$ 525.00	\$ 157.50
10/15/2020	Paul Neitzel	Business Operations	D&O waiver language emails	0.2	\$ 525.00	\$ 105.00
10/15/2020	Jim Gansman	Meetings - with Counsel	Calls and emails re potential TSA	0.7	\$ 575.00	\$ 402.50
10/15/2020	Chris Peirce	Business Operations	Cash flow call - review AP items and sales process status	0.5	\$ 375.00	\$ 187.50
10/15/2020	Chris Peirce	Sale Process	Email Ned Lidvall and Liz Von Etzen requesting current contract list for APA schedules	0.1	\$ 375.00	\$ 37.50
10/15/2020	Paul Neitzel	Business Operations	research credit card processor options	0.4	\$ 525.00	\$ 210.00
10/15/2020	Paul Neitzel	Meetings - with Counsel	Call with John Lucas and Jim Gansman re: closing and TSA	0.2	\$ 525.00	\$ 105.00
10/15/2020	Paul Neitzel	Business Operations	Emails with Ned & Denise re: AP payments	0.4	\$ 525.00	\$ 210.00
10/15/2020	Chris Peirce	Sale Process	Update APA schedules with contracts, leases, and cure amounts from Liz Voneitzen	0.5	\$ 375.00	\$ 187.50
10/15/2020	Chris Peirce	Bankruptcy Reporting	Begin redacting bank statements and reconciliations for September MOR	1	\$ 375.00	\$ 375.00
10/15/2020	Paul Neitzel	Business Analysis	Update c/f and WDB for latest changes	2.3	\$ 525.00	\$ 1,207.50
10/15/2020	Paul Neitzel	Landlord Negotiations	Send lease assignments and assumptions to landlords	2.2	\$ 525.00	\$ 1,155.00
10/15/2020	Paul Neitzel	Landlord Negotiations	Review and discuss East Lansing amendment with CEO Ned	0.4	\$ 525.00	\$ 210.00
10/16/2020	Paul Neitzel	Sale Process	Review APA schedules with Ned (BFV CEO) , WNJ (Liz) and Rock Creek (Chris)	1.1	\$ 525.00	\$ 577.50
10/16/2020	Paul Neitzel	Landlord Negotiations	Assignment & Assumption emails with Holland LL and buyers	0.3	\$ 525.00	\$ 157.50
10/16/2020	Paul Neitzel	Landlord Negotiations	Review amendment and emails re: Stella's amendments	0.2	\$ 525.00	\$ 105.00
10/16/2020	Chris Peirce	Sale Process	Review APA schedules with Paul Neitzel, Ned Lidvall, and Liz Von Etzen prior to Pachulski c	1.1	\$ 375.00	\$ 412.50
10/16/2020	Paul Neitzel	Business Operations	Call with BFV HR (Ellen) and buyer (Matt & Travis) re: benefit deductions/payroll	0.5	\$ 525.00	\$ 262.50
10/16/2020	Paul Neitzel	Sale Process	APA schedule review with BFV (Ned), WNJ (Liz), Pachulski (Jason) and Rock Creek (Chris)	1	\$ 525.00	\$ 525.00
10/16/2020	Paul Neitzel	Landlord Negotiations	Lease amendment and assumption emails with WNJ and Detroit LL	0.4	\$ 525.00	\$ 210.00
10/16/2020	Chris Peirce	Sale Process	Call with Jason Rosell, Liz Von Etzen, Ned Lidvall, and Paul Neitzel regarding APA schedules	1	\$ 375.00	\$ 375.00
10/16/2020	Chris Peirce	Business Analysis	Send Ned Lidvall files with detail of Music/Cable/Internet GL charges	0.2	\$ 375.00	\$ 75.00
10/16/2020	Paul Neitzel	Sale Process	Call with buyer counsel (Paul Hastings), Pachulski and Rock Creek (Jim) re: transition items	0.7	\$ 525.00	\$ 367.50
10/16/2020	Paul Neitzel	Business Operations	Emails and calls with buyer CFO (Matt) and BFV HR (Ellen) re: 401k, benefits, medical policy	0.6	\$ 525.00	\$ 315.00
10/16/2020	Paul Neitzel	Landlord Negotiations	Call and email with Belltime lawyer	0.3	\$ 525.00	\$ 157.50
10/16/2020	Chris Peirce	Sale Process	Call with Denise Willison to discuss AP reporting for APA and wind down budget	0.2	\$ 375.00	\$ 75.00
10/16/2020	Chris Peirce	Sale Process	Split AP Aging file from company into pre-sale and post-sale due dates	1.3	\$ 375.00	\$ 487.50
10/16/2020	Paul Neitzel	Landlord Negotiations	Discuss GRBC amendment and lender approval with LL	0.3	\$ 525.00	\$ 157.50
10/16/2020	Paul Neitzel	Landlord Negotiations	Call with BFV CEO (Ned) and email re: GRBC amendment	0.4	\$ 525.00	\$ 210.00
10/16/2020	Paul Neitzel	Business Analysis	UST Fee calculation	0.7	\$ 525.00	\$ 367.50
10/16/2020	Paul Neitzel	Business Operations	Calls w/ John and Jim re transition issues including payroll, benefits and liquor licenses and	0.6	\$ 525.00	\$ 315.00
10/16/2020	Jim Gansman	Sale Process	Call w/ John, Ned, Paul and Paul Hastings re outstanding transition issues	0.7	\$ 575.00	\$ 402.50
10/16/2020	Jim Gansman	Business Operations	Multiple Calls w/ Tim, John and Paul re transition issues including payroll, benefits and liqu	2.2	\$ 575.00	\$ 1,265.00
10/16/2020	Tim Peach	Business Operations	Analysis of benefit plan transfer issues	2.5	\$ 600.00	\$ 1,500.00
10/16/2020	Brian Ayers	Sale Process	review allocation of pre vs post sale AP	0.4	\$ 475.00	\$ 190.00
10/17/2020	Chris Peirce	Bankruptcy Reporting	Redact bank statements and reconciliations for September MOR	2.8	\$ 375.00	\$ 1,050.00
10/17/2020	Jim Gansman	Sale Process	Emails re TSA	0.2	\$ 575.00	\$ 115.00
10/17/2020	Paul Neitzel	Landlord Negotiations	Calls with GRBC landlord and BFV CEO re: lease amendment and timing of close	0.8	\$ 525.00	\$ 420.00
10/18/2020	Chris Peirce	Business Analysis	Continue analyzing cash flow variance by comparing sales reports by day to bank receipts	3.5	\$ 375.00	\$ 1,312.50
10/19/2020	Paul Neitzel	Review of Pleadings	Review GRBC and mark changes to amendment	1.2	\$ 525.00	\$ 630.00
10/19/2020	Paul Neitzel	Business Analysis	Update UST fee split between ch 11 and ch 7	0.4	\$ 525.00	\$ 210.00
10/19/2020	Paul Neitzel	Business Operations	Call with CEO (Ned), HR (Ellen) and Payroll (Leann) re: timing of close.	0.5	\$ 525.00	\$ 262.50
10/19/2020	Paul Neitzel	Business Operations	Call with Jason (Pachulski) regarding US trustee fee	0.2	\$ 525.00	\$ 105.00
10/19/2020	Chris Peirce	Business Analysis	Send Kyle Okita and Congruent team the flash sales report	0.1	\$ 375.00	\$ 37.50
10/19/2020	Chris Peirce	Business Operations	Request files for cash flow forecast update	0.1	\$ 375.00	\$ 37.50
10/19/2020	Jim Gansman	Business Operations	Call w/ Paul,John,Ned and Jason re TSA regarding payroll, health benefits , 401k and other i	1.4	\$ 575.00	\$ 805.00
10/19/2020	Paul Neitzel	Business Operations	Call with BFV CEO, Jim, and counsel re TSA	0.9	\$ 525.00	\$ 472.50
10/19/2020	Paul Neitzel	Business Operations	Review Detroit and GRBC amendments and send for e-signature	0.4	\$ 525.00	\$ 210.00
10/19/2020	Paul Neitzel	Business Analysis	Discussion with Brian re UST fees and TSA disbursements	0.7	\$ 525.00	\$ 367.50
10/19/2020	Chris Peirce	Business Operations	Compile prior week cash flow actuals for forecast	1.5	\$ 375.00	\$ 562.50
10/19/2020	Brian Ayers	Business Analysis	Discussion with Paul Neitzel re UST fees and TSA disbursements	0.7	\$ 475.00	\$ 332.50
10/20/2020	Paul Neitzel	Landlord Negotiations	Store and distribute GRBC amendment	0.2	\$ 525.00	\$ 105.00

BarFly Ventures, LLC  
 Western District of Michigan (Grand Rapids)  
 Case #: 20-1947-jwb

Date	Professional	Project Category	Description	Hours	Billable Rate	Billable Amount
10/20/2020	Paul Neitzel	Business Operations	Call with BFV CEO & AP re: weekly business	0.5 \$	525.00 \$	262.50
10/20/2020	Paul Neitzel	Business Operations	Review and send GRBC assignment & assumption agreement to landlord for execution	0.2 \$	525.00 \$	105.00
10/20/2020	Paul Neitzel	Discussions with Lender	Call with Congruent CFO re: buyer status	0.2 \$	525.00 \$	105.00
10/20/2020	Paul Neitzel	Landlord Negotiations	Summarize and follow-up on lease assignments & assumptions	0.7 \$	525.00 \$	367.50
10/20/2020	Paul Neitzel	Business Operations	Call with companies TPA re: insurance past close	0.5 \$	525.00 \$	262.50
10/20/2020	Paul Neitzel	Business Operations	Call with Ned & Jim re: TPA	0.2 \$	525.00 \$	105.00
10/20/2020	Jim Gansman	Meetings - with Counsel	Call w/ HNI, Ellen, Tim and Paul re TSA and health plan	0.7 \$	575.00 \$	402.50
10/20/2020	Jim Gansman	Business Operations	Follow up call w Ned and Paul re HNI benefit call	0.2 \$	575.00 \$	115.00
10/20/2020	Chris Peirce	Business Operations	Cash flow call with company - discuss AP issues related to transition, gathering prior week :	0.6 \$	375.00 \$	225.00
10/20/2020	Jim Gansman	Sale Process	call w Congruent, Paul Hastings, Pachulski, WNJ and RC re transition service agreement	0.6 \$	575.00 \$	345.00
10/20/2020	Paul Neitzel	Meetings - with Counsel	Call with Jim and counsel and buyer re: TSA	0.7 \$	525.00 \$	367.50
10/20/2020	Paul Neitzel	Business Operations	Call with CEO & HR VP re: TSA	0.3 \$	525.00 \$	157.50
10/20/2020	Tim Peach	Business Operations	Analysis of benefit plan transfer issues; conference calls to discuss issues	2.5 \$	600.00 \$	1,500.00
10/20/2020	Chris Peirce	Business Operations	Cash flow actuals analysis	0.5 \$	375.00 \$	187.50
10/21/2020	Chris Peirce	Business Operations	Cash flow actuals analysis	2.4 \$	375.00 \$	900.00
10/21/2020	Chris Peirce	Business Operations	Cash flow call - discuss system change over with new accounts, and bank activity	0.2 \$	375.00 \$	75.00
10/21/2020	Tim Peach	Business Operations	Analysis of benefit plan transfer issues	1.5 \$	600.00 \$	900.00
10/21/2020	Paul Neitzel	Business Operations	Call with Ned & Denise (AP)	0.1 \$	525.00 \$	52.50
10/21/2020	Paul Neitzel	Business Operations	Call with buyer CFO re: funds flow	0.1 \$	525.00 \$	52.50
10/22/2020	Paul Neitzel	Sale Process	Call with Kyle re: BF assumption agreement	0.2 \$	525.00 \$	105.00
10/22/2020	Paul Neitzel	Business Analysis	Call with Ned re: prior week actuals	0.9 \$	525.00 \$	472.50
10/22/2020	Paul Neitzel	Sale Process	Call w Jim and review of first draft of flow of funds	0.3 \$	525.00 \$	157.50
10/22/2020	Tim Peach	Business Operations	Analysis of benefit plan transfer issues	1 \$	600.00 \$	600.00
10/22/2020	Chris Peirce	Business Operations	Update cash flow forecast file with actuals and analyze variances	2 \$	375.00 \$	750.00
10/22/2020	Chris Peirce	Business Operations	Cash flow call with Ned Lidvall - review actuals and discuss closing issues	1 \$	375.00 \$	375.00
10/22/2020	Paul Neitzel	Business Analysis	Review WDB & Funds Flow with Brian Ayers	0.7 \$	525.00 \$	367.50
10/22/2020	Paul Neitzel	Landlord Negotiations	summarize and follow-up on assignment and assumption agreements	0.9 \$	525.00 \$	472.50
10/22/2020	Jim Gansman	Sale Process	Call w Paul and review of first draft of flow of funds	0.3 \$	575.00 \$	172.50
10/22/2020	Jim Gansman	Sale Process	Set up call re 401k plan transfer	0.2 \$	575.00 \$	115.00
10/22/2020	Brian Ayers	Business Analysis	Call with Paul to review wind down budget and flow of funds at closing	0.7 \$	475.00 \$	332.50
10/23/2020	Jim Gansman	Sale Process	Review of flow of funds.	0.4 \$	575.00 \$	230.00
10/23/2020	Paul Neitzel	Business Operations	Call with BFV CEO re funds flow	0.3 \$	525.00 \$	157.50
10/23/2020	Chris Peirce	Sale Process	Send update on APA schedules to Pachulski, WN+J, Rock Creek, and Ned Lidvall	0.1 \$	375.00 \$	37.50
10/23/2020	Chris Peirce	Sale Process	Update APA schedules with property lease descriptions and dates	0.6 \$	375.00 \$	225.00
10/23/2020	Chris Peirce	Sale Process	Request new corporate office lease from company	0.1 \$	375.00 \$	37.50
10/23/2020	Paul Neitzel	Business Operations	Zoom with Denise & Matt re: WDB & FF	0.4 \$	525.00 \$	210.00
10/24/2020	Paul Neitzel	Landlord Negotiations	Calls and emails with buyer, seller and landlord (Indy) re: assignment & assumption agree	0.4 \$	525.00 \$	210.00
10/24/2020	Paul Neitzel	Landlord Negotiations	Review Indy Lease re: guaranty	0.6 \$	525.00 \$	315.00
10/24/2020	Paul Neitzel	Business Operations	Review WDB with buyer and counsel	1.1 \$	525.00 \$	577.50
10/25/2020	Jim Gansman	Sale Process	Calls w/ Paul, Travis, Ned, Chris and Paul re schedules to close and when closing time	1.7 \$	575.00 \$	977.50
10/25/2020	Jim Gansman	Sale Process	Call w/ Chris, Paul and Brian re wind down budget	0.5 \$	575.00 \$	287.50
10/25/2020	Jim Gansman	Sale Process	Call with Paul Neitzel and Chris Peirce regarding APA schedules	0.6 \$	575.00 \$	345.00
10/25/2020	Chris Peirce	Sale Process	Call with Paul Neitzel and Jim Gansman regarding APA schedules	0.6 \$	375.00 \$	225.00
10/25/2020	Chris Peirce	Sale Process	Update APA schedules	0.5 \$	375.00 \$	187.50
10/25/2020	Chris Peirce	Sale Process	Send updated APA schedules to Pachulski, Rock Creek, WN+J, Congruent, and Paul Hastings	0.1 \$	375.00 \$	37.50
10/25/2020	Chris Peirce	Sale Process	Call with Paul Neitzel, Jim Gansman, and Brian Ayers to discuss wind down budget	0.5 \$	375.00 \$	187.50
10/25/2020	Chris Peirce	Sale Process	Confirm whether PACA claim from Produce Alliance belongs on executory contract list	0.1 \$	375.00 \$	37.50
10/25/2020	Paul Neitzel	Sale Process	Call with Chris Peirce and Jim Gansman regarding APA schedules	0.6 \$	525.00 \$	315.00
10/25/2020	Paul Neitzel	Sale Process	Call with Chris Peirce and Travis Baldwin regarding Grubhub and Postmates contracts	0.1 \$	525.00 \$	52.50
10/25/2020	Paul Neitzel	Sale Process	Call w/ Ned Jim and John re true up	0.3 \$	525.00 \$	157.50
10/25/2020	Paul Neitzel	Business Operations	Call with Travis & Ned re: status of Indy lease, WDB & funds flow	0.5 \$	525.00 \$	262.50
10/25/2020	Paul Neitzel	Business Operations	Call with Brian Ayers, Jim Gansman, and Chris Peirce to discuss wind down budget	0.5 \$	525.00 \$	262.50
10/25/2020	Jim Gansman	Sale Process	Call w/ Ned Paul and John re true up	0.3 \$	575.00 \$	172.50
10/25/2020	Jim Gansman	Sale Process	Review and comment on emails from seller attorneys re schedules	0.7 \$	575.00 \$	402.50
10/25/2020	Chris Peirce	Sale Process	Call with Paul Neitzel and Travis Baldwin regarding Grubhub and Postmates contracts	0.1 \$	375.00 \$	37.50
10/25/2020	Chris Peirce	Sale Process	Review contracts for Grubhub and Postmates contracts and emails for any information on :	0.2 \$	375.00 \$	75.00
10/25/2020	Chris Peirce	Sale Process	Update schedules to include Grubhub and Postmates and send to Rock Creek, Congruent, I	0.2 \$	375.00 \$	75.00
10/25/2020	Paul Neitzel	Business Operations	Review WDB with buyer (Matt & Kyle)	1 \$	525.00 \$	525.00
10/25/2020	Paul Neitzel	Business Operations	Discuss AP Aging with C Peirce	0.5 \$	525.00 \$	262.50
10/25/2020	Chris Peirce	Business Operations	Call with Paul Neitzel to discuss AP aging for schedules	0.5 \$	375.00 \$	187.50

BarFly Ventures, LLC  
 Western District of Michigan (Grand Rapids)  
 Case #: 20-1947-jwb

Date	Professional	Project Category	Description	Hours	Billable Rate	Billable Amount
10/25/2020	Chris Peirce	Sale Process	Send email to Jason Rosell and Liz Von Eitzen regarding future AP invoices	0.1	\$ 375.00	\$ 37.50
10/25/2020	Paul Neitzel	Business Operations	Work on WDB, call with buyer and debtor	4.5	\$ 525.00	\$ 2,362.50
10/25/2020	Brian Ayers	Sale Process	Call with Paul Neitzel, Jim Gansman, and Chris Peirce to discuss wind down budget	0.5	\$ 475.00	\$ 237.50
10/25/2020	Brian Ayers	Business Operations	Calls and emails regarding wind down budget revisions	1.2	\$ 475.00	\$ 570.00
10/26/2020	Chris Peirce	Sale Process	Update APA schedules with AP future invoices and correct landlord names	0.2	\$ 375.00	\$ 75.00
10/26/2020	Chris Peirce	Sale Process	Request confirmation on AP future invoices	0.1	\$ 375.00	\$ 37.50
10/26/2020	Chris Peirce	Sale Process	Review updated wind down budget and funds flow	0.5	\$ 375.00	\$ 187.50
10/26/2020	Paul Neitzel	Business Operations	Updating WDB for payroll, sales tax checks, cash in-transit and talking with buyer CFO	0.8	\$ 525.00	\$ 420.00
10/26/2020	Paul Neitzel	Business Operations	Call with Jason (Pachulski) re accrued payroll	0.2	\$ 525.00	\$ 105.00
10/26/2020	Paul Neitzel	Sale Process	Call with Jason (Pachulski) & John (BFV) re: oldco/newco payroll	0.4	\$ 525.00	\$ 210.00
10/26/2020	Jim Gansman	Sale Process	Review of emails from Buyer re payroll in WDB, calls w/ John , Jason and Paul and response	0.6	\$ 575.00	\$ 345.00
10/26/2020	Jim Gansman	Business Operations	401k transition call w buyer and their reps.	0.7	\$ 575.00	\$ 402.50
10/26/2020	Tim Peach	Business Operations	Conference call to discuss benefit plan transfer approach	0.7	\$ 600.00	\$ 420.00
10/26/2020	Chris Peirce	Sale Process	Emails regarding status of Grubhub and Postmates contracts regarding APA schedules	0.3	\$ 375.00	\$ 112.50
10/26/2020	Chris Peirce	Sale Process	Emails with company requesting Grubhub and Postmates contracts	0.2	\$ 375.00	\$ 75.00
10/26/2020	Chris Peirce	Sale Process	Upload pre-petition contracts, leases, and employee agreements and provide access to Kyl	0.6	\$ 375.00	\$ 225.00
10/26/2020	Chris Peirce	Sale Process	Send email to Travis Baldwin and Ned Lidvall regarding GrubHub and Postmates contracts	0.1	\$ 375.00	\$ 37.50
10/26/2020	Chris Peirce	Sale Process	Call with Paul Neitzel regarding final AP and Wind Down Budget for APA schedules	0.2	\$ 375.00	\$ 75.00
10/26/2020	Chris Peirce	Sale Process	Finalize APA schedules and send to Pachulski, WN+J, Rock Creek, and Ned Lidvall	0.5	\$ 375.00	\$ 187.50
10/26/2020	Jim Gansman	Sale Process	Emails from/to UCC on WDB,	0.4	\$ 575.00	\$ 230.00
10/26/2020	Jim Gansman	Sale Process	Emails regarding Mark Sellers termination	0.2	\$ 575.00	\$ 115.00
10/26/2020	Jim Gansman	Sale Process	Calls regarding Rx, Dental and Vision plans	0.3	\$ 575.00	\$ 172.50
10/26/2020	Chris Peirce	Sale Process	Update APA schedules with transferred employee list send to attorneys	0.2	\$ 375.00	\$ 75.00
10/26/2020	Chris Peirce	Sale Process	Review final APA schedules	0.2	\$ 375.00	\$ 75.00
10/26/2020	Jim Gansman	Sale Process	Call w Paul and Jason re assumed contracts	0.3	\$ 575.00	\$ 172.50
10/26/2020	Paul Neitzel	Sale Process	Call with Chris regarding final AP and Wind Down Budget for APA schedules	0.2	\$ 525.00	\$ 105.00
10/26/2020	Paul Neitzel	Sale Process	Calls and emails with UCC FA. Preparing schedules to answer questions and support WDB.	2.1	\$ 525.00	\$ 1,102.50
10/26/2020	Paul Neitzel	Sale Process	Work with congruent and lawyers on wind-down budget and support	4.5	\$ 525.00	\$ 2,362.50
10/26/2020	Paul Neitzel	Sale Process	Call w Jim and Jason re assumed contracts	0.3	\$ 525.00	\$ 157.50
10/26/2020	Paul Neitzel	Sale Process	Work with Congruent and lawyers on APA Schedules, assumed AP	3	\$ 525.00	\$ 1,575.00
10/26/2020	Paul Neitzel	Sale Process	Review TSA, talk to Ned & Ellen re: TSA, suggest new language to counsel for TSA	1.7	\$ 525.00	\$ 892.50
10/27/2020	Paul Neitzel	Sale Process	Jason John and Ned discuss AP cap	0.5	\$ 525.00	\$ 262.50
10/27/2020	Jim Gansman	Sale Process	Calls and emails re language for Section 2.3 A/P	0.5	\$ 575.00	\$ 287.50
10/27/2020	Paul Neitzel	Sale Process	Call with Travis and Matt Murphy	0.2	\$ 525.00	\$ 105.00
10/27/2020	Chris Peirce	Sale Process	Review emails regarding final AP schedule	0.3	\$ 375.00	\$ 112.50
10/27/2020	Paul Neitzel	Sale Process	Multiple calls with Matt Killabrew re: AP liability	0.7	\$ 525.00	\$ 367.50
10/27/2020	Paul Neitzel	Sale Process	Multiple calls with Denise (BFV) re: outstanding AP	0.6	\$ 525.00	\$ 315.00
10/27/2020	Paul Neitzel	Sale Process	Review AP in process documents from Denise (BFV)	0.8	\$ 525.00	\$ 420.00
10/27/2020	Paul Neitzel	Sale Process	Review APA for Excluded liabilities and credit card liabilities	0.4	\$ 525.00	\$ 210.00
10/27/2020	Paul Neitzel	Sale Process	Review EFT transactions from debtors bank accounts	0.6	\$ 525.00	\$ 315.00
10/27/2020	Paul Neitzel	Sale Process	Schedule landlord cures for processing	0.3	\$ 525.00	\$ 157.50
10/27/2020	Paul Neitzel	Sale Process	Move sale documents to RCA data site. Remove access from IB.	0.2	\$ 525.00	\$ 105.00
10/27/2020	Paul Neitzel	Business Operations	Emails re: GFS payment	0.2	\$ 525.00	\$ 105.00
10/27/2020	Paul Neitzel	Business Operations	Emails re: bank access	0.2	\$ 525.00	\$ 105.00
10/27/2020	Paul Neitzel	Business Operations	Bank statement review	0.7	\$ 525.00	\$ 367.50
10/27/2020	Paul Neitzel	Business Operations	Review AP payments vs WDB	0.8	\$ 525.00	\$ 420.00
10/28/2020	Paul Neitzel	Business Operations	Review bank activity	0.7	\$ 525.00	\$ 367.50
10/28/2020	Paul Neitzel	Business Operations	call with Chris and buyer to cutoff bank accounts	0.5	\$ 525.00	\$ 262.50
10/28/2020	Paul Neitzel	Business Operations	Processing GFS wire transfer, verifying amounts, transferring money between accounts to i	0.6	\$ 525.00	\$ 315.00
10/28/2020	Paul Neitzel	Business Operations	Transferring funds between accounts and closing accounts.	1.4	\$ 525.00	\$ 735.00
10/28/2020	Paul Neitzel	Business Operations	Setup WDB details, outstanding checks, AP aging for input of actuals	1.6	\$ 525.00	\$ 840.00
10/28/2020	Paul Neitzel	Business Operations	Call with Chris to discuss bank accounts	0.1	\$ 525.00	\$ 52.50
10/28/2020	Paul Neitzel	Business Operations	Follow up call with Chris regarding managing bank balances	0.1	\$ 525.00	\$ 52.50
10/28/2020	Chris Peirce	Business Operations	Call with Paul Neitzel to discuss bank accounts	0.1	\$ 375.00	\$ 37.50
10/28/2020	Chris Peirce	Business Operations	Call with Paul Neitzel and Matt Killebrew regarding funds flow and bank accounts	0.5	\$ 375.00	\$ 187.50
10/28/2020	Chris Peirce	Business Operations	Follow up call with Paul Neitzel regarding managing bank balances	0.1	\$ 375.00	\$ 37.50
10/28/2020	Chris Peirce	Business Operations	Create file to track bank balances by day with activity	2	\$ 375.00	\$ 750.00
10/28/2020	Chris Peirce	Business Operations	Transfer funds to Mercantile accounts with negative balance	0.5	\$ 375.00	\$ 187.50
10/28/2020	Chris Peirce	Business Operations	Update oldco bank account file with outstanding sales tax checks	0.2	\$ 375.00	\$ 75.00
10/28/2020	Chris Peirce	Business Operations	Request all outstanding checks from Denise Willison	0.1	\$ 375.00	\$ 37.50

BarFly Ventures, LLC  
 Western District of Michigan (Grand Rapids)  
 Case #: 20-1947-jwb

Date	Professional	Project Category	Description	Hours	Billable Rate	Billable Amount
10/28/2020	Chris Peirce	Business Operations	Update Outstanding Check list in oldco bank balance file	0.8 \$	375.00 \$	300.00
10/28/2020	Paul Neitzel	Business Operations	BFV insurance discussions with buyer, broker, counsel.	0.4 \$	525.00 \$	210.00
10/28/2020	Chris Peirce	Business Operations	Add EFT's to bank account file	0.6 \$	375.00 \$	225.00
10/29/2020	Paul Neitzel	Business Operations	Call with buyer cfo and Chris Peirce to discuss payments	0.3 \$	525.00 \$	157.50
10/29/2020	Paul Neitzel	Business Operations	Call with buyer, Ned, Matt and Chris Peirce	0.5 \$	525.00 \$	262.50
10/29/2020	Chris Peirce	Business Operations	Call with Paul Neitzel and Matt Killebrew regarding daily bank transactions	0.3 \$	375.00 \$	112.50
10/29/2020	Chris Peirce	Business Operations	Update bank activity file with prior day transactions and send to Paul Neitzel and Matt Killebrew	1 \$	375.00 \$	375.00
10/29/2020	Chris Peirce	Business Operations	Call with Denise Willison, Ned Lidvall, Matt Killebrew, and Paul Neitzel regarding payments	0.5 \$	375.00 \$	187.50
10/29/2020	Paul Neitzel	Business Operations	Phone call and email Plante tax Partner Dean Feenstra re: 2020 tax returns	0.3 \$	525.00 \$	157.50
10/29/2020	Paul Neitzel	Business Operations	Document 2020 tax return plan for BFV board of directors	1.8 \$	525.00 \$	945.00
10/29/2020	Paul Neitzel	Business Operations	Document D&O plan for BFV board of directors	1.2 \$	525.00 \$	630.00
10/29/2020	Chris Peirce	Business Operations	Update bank activity file with checks and ACH's processed	0.9 \$	375.00 \$	337.50
10/29/2020	Chris Peirce	Business Operations	Review bank activity for charges hitting oldco accounts	0.6 \$	375.00 \$	225.00
10/29/2020	Chris Peirce	Business Operations	Download TCF transactions for the week and add to bank activity file for review	0.5 \$	375.00 \$	187.50
10/30/2020	Chris Peirce	Business Operations	Update bank activity file with prior day activity and balances	0.5 \$	375.00 \$	187.50
10/30/2020	Paul Neitzel	Business Operations	Call with Chris Peirce, Matt Killabrew and Denise re: oldco/newco payments	0.7 \$	525.00 \$	367.50
10/30/2020	Chris Peirce	Business Operations	Call with Denise Willison, Matt Killebrew, and Paul Neitzel to review current week disburse	0.7 \$	375.00 \$	262.50
10/30/2020	Paul Neitzel	Business Operations	Board meeting	1 \$	525.00 \$	525.00
10/30/2020	Paul Neitzel	Business Operations	Research on past-due rent owed by the estate for East Lansing	0.6 \$	525.00 \$	315.00
10/30/2020	Jim Gansman	Meetings - with Debtor	Prep for board call and calls w Paul and John re D&O	0.5 \$	575.00 \$	287.50
10/30/2020	Paul Neitzel	Business Operations	Review US Trustee fees from Q3 vs MOR and WDB	0.5 \$	525.00 \$	262.50
10/30/2020	Paul Neitzel	Business Operations	Produce Alliance PACA claim review	0.4 \$	525.00 \$	210.00
10/31/2020	Chris Peirce	Business Operations	Email to Matt Killebrew regarding forecasted expense	0.1 \$	375.00 \$	37.50
<b>Total</b>				<b>241.2</b>	<b>\$ 115,715.00</b>	